

**BEFORE THE TENNESSEE REGULATORY AUTHORITY AT
NASHVILLE, TENNESSEE**

June 8, 2000

IN RE:

**BELLSOUTH TELECOMMUNICATIONS, INC.
TARIFF TO INTRODUCE THE WELCOME
BACK! WIN BACK PROGRAM**

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DOCKET NO. 00-00391

EXECUTIVE SECRETARY

**ORDER GRANTING INTERVENTIONS, SETTING HEARING DATE,
AND ESTABLISHING A PRE-HEARING SCHEDULE**

This matter came before the Tennessee Regulatory Authority (the "Authority" or "TRA") at a regularly scheduled Authority Conference held on June 6, 2000 for consideration of the Tariff to Introduce the "Welcome Back! Win Back Program" filed by BellSouth Telecommunications, Inc. ("BellSouth") on May 16, 2000. The Authority also considered the Petition to Suspend Tariff, Convene a Contested Case and to Intervene ("Petition") filed by NextLink Tennessee, Inc. ("NextLink") on June 2, 2000.

The Directors heard oral argument from the parties on NextLink's Petition at the June 6, 2000 Authority Conference. The parties agreed that the matter could proceed in an expeditious manner. Thereafter, a majority of the Directors¹ voted to convene a contested case proceeding. Applying the legal standards for intervention, codified at Tenn. Code Ann. § 4-5-310, a majority of the Directors found that the Petition was filed within the proper time period; substantiated that legal interests of the intervenor may be determined in this matter;

¹ Director Greer moved that NextLink's Petition be denied and the Tariff be approved. He expressed concern that NextLink's petition may be a delaying tactic and considered the petition as not having merit. His motion was not seconded.

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and demonstrated that the interest of justice and the orderly and prompt conduct of this matter would not be impaired by allowing such intervention.

As to the issue of suspending the Tariff, NextLink and BellSouth reached a verbal agreement. Pursuant to this agreement, the Tariff will go into effect on June 15, 2000 and any customers signed up through the Tariff will be advised that the program is currently under review by the TRA. If the Authority were to deny the Tariff, those customers signed up while the program was in effect would be eligible for the discounts they received through the Tariff by negotiating Contract Service Arrangements that BellSouth would file with the Authority for approval. A majority of the Directors approved this agreement.

Having determined to proceed with a contested case and allow the intervention, a majority of the Directors appointed General Counsel or his designee to act as the Hearing Officer in this matter for the purpose of making findings of fact and conclusions of law, as necessary, and rendering an initial decision on the merits of BellSouth's Tariff. The majority determined that a Pre-Hearing Conference be held immediately following the Authority Conference to discuss preliminary matters prior to the Hearing and to set a procedural schedule to completion.

A Pre-Hearing Conference was held on June 6, 2000 with Authority counsel, Julie Woodruff, presiding as the Hearing Officer. The parties in attendance were as follows:

NEXTLINK Tennessee, Inc. ("NextLink") and Southeastern Competitive Carriers Association ("SECCA") – **Henry Walker**, Esquire, Boulton, Cummings, Connors & Berry, 414 Union Street, #1600, P.O. Box 198062, Nashville, TN 37219-8062;

Time Warner Telecom of the Mid-South, L.P. ("Time Warner") and New South Communications Corporation ("New South") – **Charles B. Welch, Jr.**, Esquire and **Jon F. Minkoff**, Esquire, Farris, Mathews, Branam, Bobango & Hellen, 618 Church Street, Suite 300, Nashville, TN 37219;

BellSouth Telecommunication, Inc. ("BellSouth") – **Guy Hicks**, Esquire and **Patrick Turner**, Esquire, 333 Commerce Street, Suite 2101, Nashville, TN 37201-3300.

During the Pre-Hearing Conference, Charles Welch, Jr. announced that Time Warner and New South desired to intervene in this matter. Henry Walker repeated his statement made during the Authority Conference that SECCA wanted to intervene in this matter. Without objection from any party, the Hearing Officer accepted the oral motions for intervention and approved the intervention requests of Time Warner, New South and SECCA.

The parties then discussed the establishment of a procedural schedule. In keeping with the remarks of BellSouth and NextLink at the Authority Conference that the matter could be moved to a Hearing and a decision rendered in an expeditious manner, the Hearing Officer established the following procedural schedule:²

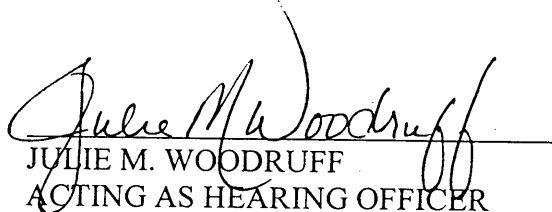
1. Further requests for intervention should be filed by **Friday, June 9, 2000 at 4:30 p.m.**
2. Discovery requests must be filed with the Authority and served on all parties by **2:00 p.m., Friday, June 9, 2000.**
3. Responses to Discovery must be filed with the Authority and served on all parties by **2:00 p.m., Wednesday, June 14, 2000.**
4. Pre-filed Direct Testimony shall be filed by all parties no later than **Monday, June 19, 2000 at 12:00 noon.**
5. Rebuttal to Pre-filed Direct Testimony shall be filed by all parties no later than **Thursday, June 22, 2000 at 12:00 noon.**
6. The Hearing on the merits will be held on **Friday, June 23, 2000 at 9:00 a.m.**

Following discussions with the parties, the Hearing Officer determined that discovery requests would be limited to twenty (20) requests per side. Given the parties' agreement to expedite this matter, motions for extension of time will only be granted upon a showing of exceptional circumstances.

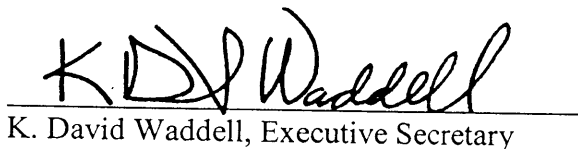
² The Authority issued a Notice on June 6, 2000 reflecting the intervention schedule and setting the Hearing date for June 23, 2000.

IT IS THEREFORE ORDERED THAT:

1. Southeastern Competitive Carriers Association, Time Warner Telecom of the Mid-South, L.P., and New South Communications are hereby given leave to intervene and participate in this proceeding as their interests may appear and receive copies of any notices, orders or other documents herein. Movants shall file written motions with the Executive Secretary and tender the appropriate fee no later than Monday, June 12, 2000 at 4:00 p.m.;
2. The Hearing on the merits of this case shall be held on Friday, June 23, 2000 at 9:00 a.m.;
3. All parties, including those that may seek intervention in this matter by June 9, 2000, shall comply with the Procedural Schedule as set forth in this Order; and
4. Discovery requests are limited to twenty (20) requests per side.


JULIE M. WOODRUFF
ACTING AS HEARING OFFICER

ATTEST:


K. David Waddell, Executive Secretary